

GLOBUS POWER GENERATION LIMITED



32nd



Annual Report

31st March, 2017

Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Corp. Office: A-60, Naraina Industrial Area, Phase-1, New Delhi-110028

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DIRECTOR'S REPORT

Dear Members,

Your Directors have pleasure in presenting their 32nd Annual Report on the business and operations of the Company together with audited accounts for the financial year ended March 31st, 2017.

FINANCIAL SUMMARY OR HIGHLIGHTS

The Company's financial performance on standalone basis for the financial year ended March 31st, 2017 is as under:

PARTICULARS	(Rupees in Lakhs)	
	Financial Year 2016-17	Financial Year 2015-2016
Sales and other income	1.60	105.49
Profit/(Loss) before depreciation and tax	(8737.60)	(84.26)
Depreciation	3.85	6.01
Profit/(Loss) After Tax and depreciation	(8747.75)	(92.85)
Profit/(Loss) brought forward	(704.35)	(611.51)
Balance carried to balance sheet	(9452.12)	(704.35)

OPERATIONS

During the financial year ended March 31st, 2017 the total revenue on a standalone basis was Rs. 1.60 Lakhs as against the revenue for the last financial year ended March 31st, 2016 which was Rs. 105.49 Lakhs. The Company has during the year under review incurred a loss of Rs. 8747.75 Lakhs as against loss of Rs. 92.85 Lakhs in the previous financial year.

ACCOUNTS

The financial statements of your Company for the financial year 2016-17, are prepared in compliance with applicable provisions of the Companies Act, 2013, Accounting Standards and Listing Agreement as prescribed by the Securities and Exchange Board of India (SEBI). The financial statements have been prepared on the basis of audited financial statements of the Company as approved by their respective Board of Directors.

DIVIDEND

There being no profits earned during the year 2016-2017, so your Directors express their inability to recommend any dividend for the year ended March 31st, 2017.

FIXED DEPOSIT

In terms of the provisions of Sections 73 of Companies Act, 2013 read with the relevant Rules of Companies Act, 2013 your Company has not accepted any deposit from the public during the financial year 2016-2017.

SUBSIDIARY AND ASSOCIATE COMPANIES

Subsidiary Companies

During the financial year 2016-17, the Company had two subsidiaries i.e. M/s Transtech Green Power Private Limited and Globus Solar Power Private Limited. However the investment held in M/s Transtech Green Power Private Limited was sold to M/s Teletec Finsec India Private Limited and investment in M/s Globus Solar Power Private Limited was sold to M/s Cellcap Invofin India Private Limited on 31st March, 2017. The same was intimated to the Stock Exchange and posted on the website of the Company.

In accordance with Section 136 of Companies Act 2013, the audited financial statements of the Company are available on the website of the Company i.e. www.gpgl.in/investors-relations.html.

Associate Companies

During the financial year 2016-17, the Company had only one associate Company i.e. M/s Spectrum Power Generation Limited. However the same was disinvested on 30th March, 2017. The same was intimated to the Stock Exchange and posted on the website of the Company.

In accordance with Section 136 of Companies Act 2013, the audited financial statement and related information of the Company are available on the website of the Company i.e. www.gpgl.in/investors-relations.html.

DIRECTORS

Brief details of Directors appointment/re-appointment has been stated in the Corporate Governance Report.

NUMBER OF MEETINGS OF THE BOARD AND AUDIT COMMITTEE

The details of the number of Board and Audit Committee meetings of your Company are set out in the Corporate Governance Report which forms part of this Report.

DECLARATION BY AN INDEPENDENT DIRECTOR(S)

Your Company has received declaration from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of Companies Act, 2013 read with the Schedules and Rules issued there under as well as Regulation 25 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement).

ANNUAL EVALUATION OF BOARD'S PERFORMANCE

In terms of the provisions of the Companies Act, 2013 read with Rules prescribed thereunder and regulation of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Board of Directors on recommendation of the Nomination and Remuneration Committee, have evaluated the effectiveness of the Director(s) for the financial year 2016-17.

The parameter for evaluation was based on following points:

1. Leadership initiative.
2. Initiative in terms of new ideas and planning for the Company.
3. Professional skills, problem solving, and decision-making.
4. Compliance with policies of the Company, ethics, code of conduct, etc.
5. Reporting of frauds, violation etc.
6. Safeguarding of interest of whistle blowers under vigil mechanism.
7. Timely inputs on the minutes of the meetings of the Board and Committee, if any.
8. Consideration of the independent audit plan and provides recommendations.

FAMILIARISATION PROGRAMME MODULE

The Familiarization Program Module ("the Program") for Independent Directors of the Company has been adopted by the Board of Directors pursuant to Securities and Exchange Board of India Circular no. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014.

The Independent Directors were intimated and informed about the operational, financial, legal and secretarial aspects of the Company. The details of such familiarization programs have been disclosed on the Company's website of the Company under the link www.gpgl.in/investors-relations.html.

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has implemented a vigil mechanism policy to deal with instance of fraud and mismanagement, if any. The policy also provides for adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the chairman of the Audit Committee in all cases. The details of the policy are posted on the website of the Company under the link www.gpgl.in/investors-relations.html. There were no complaints during the year 2016-17.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Sexual Harassment at the Workplace (Prevention, Prohibition and Redressal) Act and Rules, 2013 has been notified by the Ministry of Women & Child Development in year 2014. The policy was approved by the Board and same was uploaded on the website of the Company under the link www.gpgl.in/investors-relations.html.

MATERIAL CHANGES

Mr. Akash Khanna, Resigned from the post of Whole Time Director with effect from 12th day of May, 2016.

Further, Mr. Abhay Khanna, Appointed as a Whole Time Director with effect from 28th day of May, 2016.

Further, Ms. Aarti Jassal, Resigned from the post of Secretary of the Company with effect from 20th day of June, 2016.

Further, Ms. Urmil Kakkar, Appointed as a Company Secretary of the Company with effect from 2nd day of November, 2016.

Further, During the financial year 2016-17, Globus Power Generation Limited has sold out its entire Investment in Transtech Green Power Private Limited, Globus Solar Power Private Limited (its Subsidiary) and in Spectrum Power Generation Limited (its Associate).

DIRECTORS RESPONSIBILITY STATEMENT

In terms of the provision of section 134(3) (c) of Companies Act, 2013, your Directors confirm that:

- i) in the preparation of the annual accounts for the financial year ended March 31, 2017, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- ii) the Directors had selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of financial year 2016-2017 and of the profit/ loss of the Company for the year ended as on that date;
- iii) the Directors had taken proper and sufficient care for the maintenance of adequate Accounting Records in the accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- v) the Directors have prepared the Annual Accounts on a going concern basis.
- v) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS

At Annual General Meeting ("AGM") held on 29.09.2014, M/s Padam Dinesh & Company (FRN : 009061N), Chartered Accountants, were appointed as Statutory Auditor of the Company to hold office till the conclusion of 33rd AGM to be held in the calendar year 2018 with the ratification by shareholders at AGM every year. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are re-appointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

The Auditor's Report presented by M/s Padam Dinesh & Co., Chartered Accountants (FRN: 009061N), Statutory Auditors of the Company pertaining to accounts of the Company for the financial year ended March 31, 2017 is unqualified.

SECRETARIALAUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has re-appointed Mr. Sandeep Mehra, Practicing Company Secretary in its meeting held on 27.05.2017 to conduct the Secretarial Audit for the financial year 2016-17 of your Company. The Secretarial Audit Report is appended to Board's Report as "**Annexure - 1**".

ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and administration) Rules, 2014 in the prescribed Form MGT-9 is appended to Board's Report as "**Annexure-2**"

IMPLEMENTATION OF RISK MANAGEMENT POLICY

The Company has developed and adopted a Risk Management Policy. This policy identifies all perceived risks which might impact the operations and on a more serious level also threaten the existence of the Company. Risks are assessed, department wise such as financial risks, information technology related risks, legal risks, accounting fraud etc. The Risk Management Committee assists the Board in fulfilling its corporate governance oversight responsibilities with regard to the identification, evaluation and mitigation of operational, strategic and external environment risks. The Committee also ensures that the Company is taking appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.

There are no risks which in the opinion of the Board threaten the existence of your Company. However, some of the risks which may pose challenges are set out in the Management Discussion and Analysis which forms part of this Report.

COMPANY AFFAIRS

The Company is engaged in the business of making strategic investments in infrastructure sector and particularly power generation business and acquisition of portfolio of wind / bio mass power plants and to make them part of their group. The business includes making investment in other securities, derivatives, mutual funds and properties. The company is a listed entity on BSE in the name of *Globus Constructors and Developers Ltd. having its security code-526025 & ISIN -INE064L01015.*

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Information required under the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988

Conservation of Energy

Presently there being no operations involving energy consumption, thus the provisions with respect to conservation of energy does not apply.

Form of Disclosure of Particulars with respect to Absorption of Technology, Research & Development.

Research & Development

There was no research and development activity carried out during the financial year.

Technology Absorption, Adaptation and Innovation

No technology was absorbed, adapted or innovated during the financial year.

Foreign Exchange-Earning /Outgo

There was no transaction made by the Company involving Foreign Exchange.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is appended to the Board's Report as "Annexure-3"

DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

In accordance with Section 178 and other applicable provisions if any, of the Companies Act, 2013 read with the rules issued there under and Regulations, the Board of Directors at their meeting formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee. The salient aspects covered in the Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors and other matters have been outlined in the Corporate Governance Report which forms part of this Report.

INDUSTRIAL RELATIONS

The Company remains regularly in touch with each employee with regard to solving their grievance and maintains high quality standards for them.

CORPORATE GOVERNANCE REPORT

Your Company believes that Corporate Governance is the basis of stakeholder satisfaction. Your Company's governance practices are described separately in this annual report. Your Company has obtained a certification from Mr. Sandeep Mehra, Practicing Company Secretary on compliance with Regulation 27 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015. This certificate is also forms part of this Report.

INTERNAL FINANCIAL CONTROLS

The internal control system including internal financial controls of the Company is monitored by an independent internal auditor, which encompasses examination/ periodic reviews to ascertain adequacy of internal controls and compliance to Company's policies. Weaknesses are noted and shared with audit committee, which ensures orderly and efficient conduct of the business and effectiveness of the system of internal control. Internal auditors, Audit Committee members and Statutory Auditors have full and free access to all the information and records considered necessary to carry out the assigned responsibilities.

The Annual Accounts have been prepared on a going concern basis. Directors have laid down internal financial controls to be followed by the Company; through periodic internal audits they monitor compliance to the internal financial controls to ascertain whether they are adequate and operating effectively. The Directors have devised appropriate systems to ensure compliance with the provisions of all applicable laws and they monitor adequacy and operating effectiveness of the same annually.

MANAGEMENT DISCUSSION AND ANALYSIS

Management's Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

The particulars of loans given, investment made or guarantee given or security provided by the Company under section 186 of Companies Act, 2013 is not exceeding Rs. 5000 crores together with the existing loans & advances or security or guarantee, in connection of which consent of members had already been taken by way of Special resolution in the Annual General Meeting for the year ended 2014 held on 29th September, 2014.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

ACKNOWLEDGEMENT

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. The Boards of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers.

On and Behalf of the Board of Directors
For Globus Power Generation Limited

Sd/-
Abhay Khanna
Chairman
DIN: 02153655

9, Coral Court, Essel Tower, Gurgaon

Date: 10.08.2017
Place: New Delhi

**SECRETARIAL AUDIT REPORT IN FORM NO. MR-3
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017**

[Pursuant to section 204 (1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
**The Members,
Globus Power Generation Limited**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Globus Power Generation Limited (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 to the extent it was applicable and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;
 - (f) The other regulations of the Securities and Exchange Board of India as may be applicable to the Company.

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standard-1 and Secretarial Standard-2 as issued by The Institute of Company Secretaries of India.
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015

During the period under review and as per explanations given to us and the clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors at least 7 days to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that as per the explanations given to me and the representations made by the Management and relied upon by me there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

Sd/-

Sandeep Mehra

ACS No.: A23624 CP No.: 15786

Date: 25th July 2017

Place: New Delhi

This report is to be read with our letter of even date which is annexed as '**Annexure A**' and Forms an integral part of this report.

To,
The Members,
Globus Power Generation Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management of the Company. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
Sandeep Mehra
ACS No.: A23624 CP No.: 15786

Date: 25th July, 2017
Place: New Delhi

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L40300RJ1985PLC047105
2.	Registration Date	19/06/1985
3.	Name of the Company	Globus Power Generation Limited
4.	Category/Sub-category of the Company	Public Company Limited by Shares
5.	Address of the Registered office & contact details	D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur – 302021 Email id: globusddl@gmail.com Ph No: 0141-4025020
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services (P) Limited Beetal House, 3rd Floor 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi – 110062 Phone 91-11-2996 1281-83 Fax 91-11-2996 1284 Email id: beetalrta@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10% or more of the total turnover of the company shall be stated)*

S.No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1			
2			
3			

*The Company is in the process of expanding its business activities.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S.No.	Name and Address of the Company	CIN/GLN	% of Shares Held	Applicable Section
NIL	NIL	NIL	NIL	NIL

IV. A) SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2016]				No. of Shares held at the end of the year[As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter's									
(1) Indian									
a) Individual/HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp.	74004961	NIL	74004961	74.79	72904961	NIL	72904961	73.67	1.486
e) Banks / FI									
f) Any other									
Total shareholding of Promoter (A)	74004961	NIL	74004961	74.79	72904961	NIL	72904961	73.67	1.486
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FII's	17810728		17810728	18	17810728		17810728	18	
h) Foreign Venture Capital Funds									
i) Others (specify)									

Sub-total	17810728		17810728	18	17810728		17810728	18	
i) Others (specify)									
Sub-total (B)(1):	17810728		17810728	18	17810728		17810728	18	
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	2706372	12136	2718508	2.75	3624355	12184	3636539	3.67	
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	56990	202191	259181	0.26	63255	200655	263910	0.26	
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	844355		844355	0.85	1020819		1020819	1.03	
c) Others									
Non Resident Indians	3189272		3189272	3.22	3189272		3189272	3.22	
Overseas Corporate Bodies									
Foreign Nationals									
Clearing Members	380		380	0					
Trusts									
HUF	121095		121095	0.12	122251		122251	0.12	
Foreign Bodies - D R									
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+(B)(2)	24729192	214327	24943519	25.21	25830680	212839	26043519	26.32	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	98730457	218023	98948480	100	98734153	214327	98948480	100	1.486

B) Shareholding of Promoter

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Pandora Developers & Infrastructure Pvt Ltd	3,896,096	3.94	0.00	3,896,096	3.94	0.00	
2	Cellphone Credit & Securities India Pvt Ltd	11,017,890	11.13	0.00	11,017,890	11.13	0.00	
3	AT InvoFin India Pvt Ltd	11,017,890	11.13	0.00	9,917,890	10.02	0.00	
4	Isha Properties Pvt Ltd	24,036,345	24.29	0.00	24,036,345	24.29	0.00	
5	Sachi Properties Pvt Ltd	24,036,740	24.29	0.00	24,036,740	24.29	0.00	

C) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Name	Shareholding		Date	Increase/ Decrease In share holding	Reason	Cumulative Shareholding during the year (01.04.2016 to 31.03.17)	
		No. of shares at the beginning (01.04.16/end the year (31.03.2017)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	SACHI PROPERTIES PRIVATE LIMITED							

2	ISHA PROPERTIES PRIVATE LIMITED							
3	AT INVOFIN INDIA PRIVATE LIMITED							
		11,017,890	11.13	08.08.2016	Decrease in shareholding	Transfer of shares to Inditrade Capital Limited	1,100,000	1.11
4	CELLPHONE CREDIT & SECURITIES INDIA PVT LTD							
5	PANDORA DEVELOPERS & INFRASTRUCTURE PVT LTD							

D) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	Name	Shareholding		Date	Increase/Decrease In share holding	Reason	Cumulative Shareholding during the year (01.04.2016 to 31.03.17)	
		No. of shares at the beginning (01.04.16/end the year (31.03.2017)	% of total shares of the Company				No. of shares	% of total shares of the Company
1	ARES DIVERSIFIED	4550000	4.60	01-Apr-16				
		4550000	4.60	31-Mar-17				
2	ELM PARK FUND LIMITED	4452682	4.5	01-Apr-16				
		4452682	4.5	31-Mar-17				
3	INDIA OPPORTUNITIES GROWTH FUND LTD - PINWOOD STRATEGY	4452682	4.5	01-Apr-16				
		4452682	4.5	31-Mar-17				

4	EOS MULTI STRATEGY FUND LTD	4355364	4.40	01-Apr-16				
		4355364	4.40	31-Mar-17				
5	M VENKATESA WARAN	1594636	1.61	01-Apr-16				
		1594636	1.61	31-Mar-17				
6	RENU ASHOK BABLANI	1594636	1.61	01-Apr-16				
		1594636	1.61	31-Mar-17				
7	VRAJ TOURISM PRIVATE LIMITED	680000	0.6872	01-Apr-16				
		680000	0.6872	31-Mar-17				
8	INTELIFE COMPUTERS PRIVATE LIMITED	611787	0.6183	01-Apr-16				
		611787	0.6183	31-Mar-17				
9	VIPUL COMMTRAD E SERVICE PRIVATE LIMITED	600000	0.6064	01-Apr-16				
		600000	0.6064	31-Mar-17				
10	JAGJEET SINGH SUCHORIA	600000	0.6064	01-Apr-16				
		600000	0.6064	31-Mar-17				

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	N.A.	N.A.	N.A.	N.A.
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	N.A.	N.A.	N.A.	N.A.
	At the end of the year	N.A.	N.A.	N.A.	N.A.

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	N.A.	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
* Addition	N.A	N.A	N.A	N.A
* Reduction	N.A	N.A	N.A	N.A
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	N.A	N.A	N.A	N.A
ii) Interest due but not paid	N.A	N.A	N.A	N.A
iii) Interest accrued but not due	N.A	N.A	N.A	N.A
Total (i+ii+iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs.)

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Mr. Abhay Khanna (Whole Time Director)				
1	Gross salary	12,00,000				12,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961					
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission - as % of profit - others, specify...					
5	Others, please specify					
	Total (A)	12,00,000				12,00,000
	Ceiling as per the Act					

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	/				
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors	/		N.A.		
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
Total (B)=(1+2)						
Total Managerial Remuneration						
Overall Ceiling as per the Act						

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

(Amount in Rs.)

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary		3,00,000	5,25,600	8,25,600
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit others, specify...				
5	Others, please specify				
Total			3,00,000	5,25,600	8,25,600

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment			N.A.		
Compounding					
B. DIRECTORS					
Penalty					
Punishment			N.A.		
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment			N.A.		
Compounding					

Details of Ratio of Remuneration of Director [Section 197(12), r/w Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014].

I) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	7.017:1
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	No
(iii) the percentage increase in the median remuneration of employees in the financial year;	NIL
(iv) the number of permanent employees on the rolls of Company;	The total number of employees as on March, 31 2017 is 8.
(v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	No
(vi) the key parameters for any variable component of remuneration availed by the directors;	The variable component depends on the performance parameters as approved by the Nomination and Remuneration Committee of the Board.
(vii) Affirmation that the remuneration is as per the remuneration policy of the company.	Yes; the remuneration is as per the remuneration policy of the company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDIAN POWER SECTOR

Power is one of the most critical component for the economic growth and welfare of nations. The existence and development of adequate infrastructure is essential for sustained growth of the Indian economy.

India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable non-conventional sources such as wind, solar, and agricultural and domestic waste. Electricity demand in the country has increased rapidly and is expected to rise further in the years to come. In order to meet the increasing demand for electricity in the country, massive addition to the installed generating capacity is required.

INDUSTRY

The Power Industry is the backbone of the industrial world, supplying essential energy to industrial, manufacturing, commercial and residential customers around the globe. In developed economies with mature power markets, investment is driven by transition of fuel and energy sources, increased environmental legislation and an ever-aging generation fleet and transmission/distribution infrastructure. In contrast, developing economies continue to expand their power bases to meet growing demand for electricity-starved regions. For these reasons, the Power Industry continues to have the largest investments and number of projects in the industrial world.

ROAD AHEAD

The Indian power sector has an investment potential of Rs 15 trillion (US\$ 225 billion) in the next 4–5 years, thereby providing immense opportunities in power generation, distribution, transmission, and equipment, according to Union Minister Mr. Piyush Goyal.

The government's immediate goal is to generate two trillion units (kilowatt hours) of energy by 2019. This means doubling the current production capacity to provide 24x7 electricity for residential, industrial, commercial and agriculture use.

The Government of India is taking a number of steps and initiatives like 10-year tax exemption for solar energy projects, etc., in order to achieve India's ambitious renewable energy targets of adding 175 GW of renewable energy, including addition of 100 GW of solar power, by the year 2022. The government has also sought to restart the stalled hydro power projects and increase the wind energy production target to 60 GW by 2022 from the current 20 GW.

RISK AND CONCERNS

In power generation and distribution some critical issues of particular public concern may result in reputation or credit risk to a lender or an investor, these include:

- Public perception of the use of nuclear power - possibility of radioactive on contamination/explosion;
- Climate change - long term impact and phase out of green house gases; pollution (burning coal, exhaust gases);
- Non-compliance with environmental permits and regulations;
- Health risks from pollution arising from power generation activities (burning coal);

The following potential environmental and social risks associated with power generation Industry are:

1. **Regulatory burden** – is likely to increase, due to pressure to reduce carbon emissions and also for renewables,

as the regulatory framework expands as the sector develops.

2. **Pressure on natural resources** - high water use in water cooled condensers
3. **Liquid waste (production and disposal)** - hot water discharges
4. **Solid waste (production and disposal)** - ash residues (from combustions process) and sludge (from cooling process)
5. **Atmospheric emissions:**
 - Pollutants (VOC, NOX, SOX, PM10, CO, CO2, etc)
 - Greenhouse gas production
 - Dust and noise Employee Health and Safety - operational noise, odour, nuisance, Landscape scarring and visual impact

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has put in place internal control systems and processes commensurate with its size and scale of operations. The system has control processes designed to take care of various control and audit requirements. In addition, the Company has an In-house Internal Audit function, which oversees the implementation and adherence to various systems and processes and preparation of Financial Statement in addition to the exercise of Internal Audit.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively. The Board takes note of this periodically in their meeting.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The details of the financial performance of your Company are reflected in the Balance Sheet, Profit & Loss Account and other Financial Statements, appearing separately. Highlights are provided below:

Particulars	Rs. (in Lakhs)	
	Standalone	Standalone
	2017	2016
Total Revenue	1.60	105.49
Profit/Loss before depreciation and tax	8737.60	84.26
Depreciation	3.85	6.01
Profit/Loss after tax and depreciation	(8747.75)	(92.85)
Profit/Loss brought forward	(704.36)	(611.51)
Balance carried to Balance Sheet	(9452.11)	(704.36)

The financial performance of your Company has been further explained in the Directors' Report of your Company for the year 2017, appearing separately.

On and Behalf of the Board of Directors
For Globus Power Generation Limited

Sd/-
Abhay Khanna
Whole Time Director
DIN: 02153655

9, Coral Court, Essel Tower, Gurgaon

Date: 10.08.2017
Place: New Delhi

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31ST MARCH 2017

[As required under Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015]

COMPANY PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Our Corporate Governance is a reflection of our value system encompassing our culture, policies and relationships with our stakeholders. Integrity and transparency are key to our Corporate Governance practices to ensure that we gain and retain the trust of our shareholders at all times.

Our Corporate Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the governance of Globus Power Generation Limited. We believe that an active, well informed and independent Board is necessary to ensure the highest standards of Corporate Governance. The Board thus oversees the Managements functions and protects the long term interests of our shareholders, the Board consist the four Members of which two are Independent Directors including one woman Director. An Independent Director is nominated as the chairman of each of the Board Committee namely Audit Committee, Nomination & Remuneration Committee, Stakeholders relationship Committee etc.

Your Company is complying with the changes brought in the area of Corporate Governance by the Companies Act, 2013 and SEBI Corporate Governance norms and amendments made thereto, from time to time.

COMPOSITION OF BOARD OF DIRECTORS

Your Company had a balanced mix of Executive and Non-Executive Directors during the financial year. The Composition of Board of Directors of the Company, in compliance with Regulation 17 of Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015 as on March 31st, 2017 is given below :-

Name & Designation	Status i.e. Promoter, Executive, Non-Executive, Independent Non-Executive, Nominee Director	Number of Board Meetings of the Company		Number of Directorships held in other Companies	Number of Committee positions held in other Companies (as a member or Chairperson)	Whether Attended the last AGM
		Held during the year	Attended during the year			
Mr. Pawan Kumar Agarwal	Non-Executive & Non Independent Director	4	4	3	-	YES
Mr. Abhay Khanna*	Executive & Non Independent Director	4	3	17	-	NO
Mr. Narendra Kumbhat	Non-Executive & Independent Director	4	4	8	3	YES

Ms.Nishi Sabharwal	Non-Executive & Woman Independent Director	4	4	4	6	YES
Mr. Akash Khanna**	Whole Time Director & Non Independent Director	4	0	15	-	NO

Notes:

Number of Directorship in the above table excludes Directorship in Limited Liability Partnership (LLP).

* Appointed as Director w.e.f. 28.05.2016

** Ceased to be Director w.e.f. 12.05.2016

BOARD MEETINGS

During the financial year, the Board met four times i.e. 28th May 2016, 9th August 2016, 11th November 2016, 07th February 2017.

Attendance in the Board Meetings held as specified above -

Name of Director	Category/ Designation	No. of Board Meetings	
		Held	Attended
Mr. Pawan Kumar Agarwal	Non Executive Director	4	4
Mr. Abhay Khanna*	Whole Time Director	4	3
Ms. Nishi Sabharwal	Non Executive & Independent Director	4	4
Mr. Narendra Kumbhat	Non Executive & Independent Director	4	4
Mr. Akash Khanna**	Whole Time Director	4	0

Notes:

* Appointed as Director w.e.f. 28.05.2016

** Ceased to be Director w.e.f. 12.05.2016

No Director is member in more than ten Committees or acts as Chairperson of more than five Committees across all the Companies in which he/she is a Director.

BRIEF DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR ENDED 31ST MARCH 2017

MR. ABHAY KHANNA, APPOINTED AS WHOLE TIME DIRECTOR

Mr. Abhay Khanna completed his graduation from Purdue University, USA and worked in New York for a while. He has a keen interest in green energy and has worked extensively in Bio-Mass power sector and Wind Energy

He is appointed as Whole Time Director of the Company w.e.f. 28.05.2016. He is a member of the Stakeholder's Relationship Committee.

As on the date of this report, Mr. Abhay Khanna does not hold any equity shares of the Company.

CESSATION OF MR. AKASH KHANNA

Mr. Akash Khanna has been associated with the Company for the last one and half year. He has resigned from the Directorship w.e.f. 12.05.2016.

MEETING OF INDEPENDENT DIRECTORS

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 25 of Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015, a meeting of the Independent Directors of the Company was held on 7th day of February, 2017, without the attendance of Non-Independent Directors and members of the management.

COMMITTEES OF THE BOARD

The Committees constituted by the Board play a very important role in the governance structure of the Company. The terms of reference of these Committees are approved by the Board and are in line with the requirements of the Companies Act, 2013 and Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015. The minutes of Committee meetings are tabled at the Board meetings and the Chairperson of each Committee briefs the members of the Board on the important deliberations and decisions of the respective Committees. The minutes of the proceedings of the Committee meetings are captured in the same manner as the Board meetings and in accordance with the provisions of the Companies Act, 2013. Currently, there are five (5) Committees of the Board, viz., Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee & Sexual Harassment Committee.

I. AUDIT COMMITTEE

Audit Committee has been duly constituted.

The Board has constituted the Audit Committee with the following mandate:

- A) Oversee the Company's financial reporting process and disclosure of its financial information.
- B) Recommend appointment and removal of statutory auditor, fixation of audit fees and also approve payment for other services.
- C) Review the Company's financial & risk management policies.
- D) Review statement of significant related party transactions, ensure compliance with accounting standards.
- E) Review Quarterly/Annual financial results before submission to the Board for approval.

The Company has constituted an Audit Committee of Directors as mandated under the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015. The constitution of the Audit Committee as on 31st March, 2017 is as follows: -

Name of the Member	Category/ Designation	Chairman/ Member
Ms. Nishi Sabharwal	Non - Executive & Independent Director	Member
Sh. Narendra Kumbhat	Non - Executive & Independent Director	Chairman & Member
Sh. Pawan Kumar Agarwal	Non - Executive and Non-Independent Director	Member

During the year under review, the members of Audit Committee met four (4) times on 28th May 2016, 9th August 2016, 11th November 2016, 07th February 2017.

Name of the Member	No. of Meetings held	No. of meeting attended
Ms. Nishi Sabharwal	4	4
Sh. Narendra Kumbhat	4	4
Sh. Pawan Kumar Agarwal	4	4

All members of the Audit Committee are financially literate and have related financial management expertise. All Minutes of the Audit Committee meetings were duly placed before the Board.

2. NOMINATION AND REMUNERATION COMMITTEE

The Company has constituted Nomination & Remuneration Committee of Directors as mandated under the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015. The constitution of the Nomination & Remuneration Committee as on 31st March, 2017 is as follows: -

Name of the Member	Category/ Designation	Chairman/ Member
Mr. Narendra Kumbhat	Non - Executive & Independent Director	Chairman
Mr. Pawan Kumar Agarwal	Non - Executive & Non Independent Director	Member
Ms. Nishi Sabharwal	Non - Executive & Woman Independent Director	Member

Functions of Nomination & Remuneration Committee:

1. Formulate the criteria for appointment as Directors: The Committee shall formulate criteria, and review them on an ongoing basis, for determining qualifications, skills, expertise, qualities, positive attributes required to be a Director of the Company.
2. Identify persons who are qualified to be Directors: The Committee shall identify persons who are qualified to become Directors and who satisfy the criteria laid down. The process of identification shall include ascertaining, meeting, screening and reviewing candidates for appointment as Directors, whether Independent, Non-Executive or Executive.

3. Nominate candidates for Directorships subject to the approval of the Board: The Committee recommends to the Board appointment of potential candidates as Non-Executive Director or Independent Director or Executive Director, as the case may be.
4. Evaluate the performance of the Board: The Committee shall determine a process for evaluating the performance of every Director, Committees of the Board and the Board. The Committee may seek the support and guidance of external experts and agencies for this purpose.

3. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Company has constituted Stakeholder's Relationship Committee as per the requirement of Regulation 20 of the Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015.

The Stakeholders' Relationship Committee is responsible for:

- Redressal of Shareholders' grievances in general and relating to non-receipt of dividends, interest, non-receipt of balance sheet, for approval of the share transfers, transmissions and transpositions, etc.;
- Specifically look into the redressal of grievances of shareholders, debenture holders and other security holders, and such other matters as may, from time to time, be required by any statutory, contractual or other regulatory requirements to be attended by such Committee.
- Share Transfer System

The Company has authorized M/s Beetal Financial & Computer Services Private Limited, Registrar & Share Transfer Agent ("RTA") of the Company looks after share transfer, transmission, transposition, dematerialization and re-materialization of shares, issue of duplicate share certificates, split and consolidation of shares etc on regular basis. In terms of SEBI circular no. CIR/MIRSD/10/2013 dated October 28, 2013, the timeline for processing the transmission requests for securities held in dematerialized mode and physical mode shall be 7 days and 21 days respectively, after receipt of the prescribed documents. The Company RTA follows this and accordingly processes the requests. Furthermore, in terms of SEBI circular no. CIR/MIRSD/8 /2012 dated July 05, 2012 effective October 1, 2012 share transfer requests received at the RTA normally gets processed and delivered within 15 days from the date of lodgment, if the documents are complete in all respects. Requests for dematerialization of shares are processed and the confirmation is given to the Depositories within 15 days from receipt if the documents are in order.

In compliance with the Listing Agreement and SEBI, every quarter, the system is audited by a Practicing Company Secretary and Compliance Certificate to that effect is issued and filed with the Stock Exchange where the Company shares are listed.

The Company has duly constituted Stakeholder's Relationship Committee Meeting. During the year, the Committee met 5 (Five) times on 28th May 2016, 30th June 2016, 09th August 2016, 10th August 2016 and 08th October 2016 .

The constitution of the Committee as on 31st March, 2017:

Name of the Member	Category/ Designation	Chairman/Member
Mr. Narendra Kumbhat	Non – Executive & Independent Director	Chairman & Member
Mr. Pawan Kumar Agarwal	Non – Executive & Non- Independent Director	Member
Mr. Abhay Khanna*	Executive Director & Non Independent Director	Member

* Appointed as member w.e.f. 28.05.2016

Summary of complaints received

Nature	No. of Complaints Received	No. of Complaints Resolved	No. of Complaints Pending
Non receipt of share certificate duly transferred	Nil	Nil	Nil
Non receipt of dividend warrant	Nil	Nil	Nil
Miscellaneous	04	04	Nil

The Stakeholder's Relationship Committee is responsible to supervise the mechanism of share transfers, resolving investor grievances and to ensure cordial investor relations.

4. RISK MANAGEMENT COMMITTEE

The Company has adopted the procedures for mitigating Risk in its Risk Management policy concerning the development and implementation of Risk Management after identifying the elements of risks which in the opinion of the Board may threaten the very existence of the Company itself.

The Committee is charged with the responsibility to ensure that all current and future material risk exposure of Company are identified and mitigated through the Risk Management Policy. The policy is available on the Company's website (www.gpgl.in) and can be read from there.

There was no meeting held during the year 2016-2017.

5. SEXUAL HARASSMENT COMMITTEE

In order to prevent sexual harassment of women at work place The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any woman employee.

Company has adopted a policy for prevention of Sexual Harassment of Woman at workplace and has set up Committee for implementation of said policy. Details of constitution of the committee forms part of the policy and have been posted on the website of the Company (www.gpgl.in).

COMPLIANCE OFFICER

Ms. Urmil Kakkar, Compliance Officer of the Company deal with the requirements of Listing Agreement with the Stock Exchange.

CEO/ CFO CERTIFICATION

The Director/ Compliance Officer have certified to the Board, compliance in respect of all matters specified in sub clause IX of the Regulation 17(8) of the Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015 regarding certification given by CFO/CEO. The requisite certificate is attached herewith.

CODE OF CONDUCT

In compliance with Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 and the Companies Act 2013, the Company has framed and adopted a Code of Conduct and Ethics.

The code is applicable to the members of the Board and senior management of the Company. The code has been circulated to all the members of the Board and senior management and they have affirmed compliance with the code of conduct. A declaration signed by Ms. Urmil Kakkar, Compliance officer to this effect is attached to the Annual Report.

REMUNERATION TO DIRECTORS

The Board, on the recommendation of the Nomination & Remuneration Committee, shall review and approve the remuneration payable to the Executive Director of the Company of Rs. 12,00,000/- p.a within the overall limits approved by the Shareholders.

Further no remuneration & sitting fees has been paid to any Non- Executive Director except Independent Director for meetings attended during the year.

SHAREHOLDERS INFORMATION

ANNUAL GENERAL MEETINGS

The last three Annual General Meetings of the Company were held as under:

Financial year	Category	Venue	Date (Day)	Time
1 st April, 2015 to 31 st March, 2016	AGM	Sarovar Portico, Plot No. 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur-302021, Rajasthan, India.	28.09.2016 (Wednesday)	11:30 AM
1 st April, 2014 to 31 st March, 2015	AGM	Sarovar Portico, Plot No. 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur-302021, Rajasthan, India.	28.09.2015 (Monday)	11:00 AM
1 st April, 2013 to 31 st March, 2014	AGM	Sarovar Portico, Plot No. 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur-302021, Rajasthan, India.	29.09.2014 (Monday)	04:00 PM

DETAILS OF SPECIAL RESOLUTIONS PASSED IN THE LAST THREE ANNUAL GENERAL MEETINGS

Date of AGM	Special Resolutions Passed
28.09.2016	One (1) Special Resolution was passed in the Annual General Meeting: 1. Proposal for Sale of Investment
28.09.2015	No Special resolution was passed in the Annual General Meeting
28.09.2014	Three (3) Special Resolution's was passed in the Annual General Meeting : 1. Approve the borrowing powers u/s 180 (1)(c) of the Companies Act, 2013 2. Approve the Loan/Investment/Guarantee u/s 186 of the Companies Act, 2013 3. Adopt new Articles of Association of the Company.

DISCLOSURES

1. RELATED PARTY TRANSACTIONS

The Company has not entered into any transaction with Related Parties as defined under the Companies Act, 2013 during the financial year and no transaction attract the provisions of Section 188 of the Companies Act, 2013. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the Note 23 to the Financial Statement.

2. DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES, AND STRICTURES IMPOSED ON THE COMPANY BY THE STOCK EXCHANGE(S) OR SEBI OR ANY STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS, DURING THE LAST THREE YEARS.

No penalty or stricture was imposed by the Stock Exchanges or SEBI or any other authority during the year, since all applicable requirements were fully complied with.

3. ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS

The guidelines/ accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013 have been followed in preparation of the financial statements of the Company in all material respects.

4. DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF THE NON - MANDATORY REQUIREMENTS OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATION, 2015 THE COMPANY HAS COMPLIED WITH THE FOLLOWING:

The Company has disclosed and complied with all the mandatory requirements under Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement). The details of these compliances have been given in the relevant sections of this report.

• COMPLIANCE OF PROHIBITION OF INSIDER TRADING REGULATIONS

Your Company has comprehensive guidelines on prohibiting insider trading and the Company has adopted the code of internal procedures and conduct for listed companies notified by the SEBI.

• RECONCILIATION OF SHARE CAPITAL AUDIT

The Reconciliation of Share Capital Audit was undertaken on a quarterly basis and the audit covers the reconciliation of the total admitted capital with NSDL and CDSL and the total issued and listed capital. The audit has also confirmed that the aggregate of the total issued/ paid-up-capital is in agreement with the total number of shares in physical form, shares allotted and total number of dematerialized shares held with NSDL and CDSL.

• SECRETARIAL AUDIT

During the Financial year 2016-17, Secretarial Audit was conducted as required under the provisions of Section 204 of the Companies Act, 2013, Mr. Sandeep Mehra, Practicing Company Secretary having Membership Number: 23624 and Certificate of Practice Number: 15786 conducted the audit.

• **COMPLIANCE WITH REGULATION 27 OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING AND DISCLOSURE REQUIREMENTS) REGULATION, 2015.**

The Auditor's Certificate obtained from Mr. Sandeep Mehra is appended to the Corporate Governance Report in the Annual Report for compliance with Regulation 27 of the Securities Exchange Board of India (Listing and Disclosure Requirements) Regulation, 2015.

MEANS OF COMMUNICATION

The Company submitted unaudited as well as audited financial results to the stock exchanges immediately after being approved by the Board. The quarterly, half yearly and annual results of the Company are published in one English daily newspaper (Business Standard) and one Hindi daily newspaper (Business Standard).

The Company's Shareholding Pattern, Financial Results, AGM Notice, Annual Reports, Corporate Governance Reports, Investor Contact details, etc and other information as required under Regulation 46 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015, are being displayed at Company's website www.gpgl.in under the head 'Investor Relations'.

No presentations were made by the Company to the analysts or to the institutional investors.

General Shareholder Information	
Annual General Meeting	
Day	Friday
Date & Time	Friday, 29 th day of September 2017 at 11:00 AM.
Venue	Sarovar Portico, Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India,
Book Closure Date	23 rd September 2017 to 29 th September 2017
Financial year	1 st April, 2016 to 31 st March, 2017

* The Company is listed on the Bombay Stock exchange & the stock code is 526025.

LISTING FEES

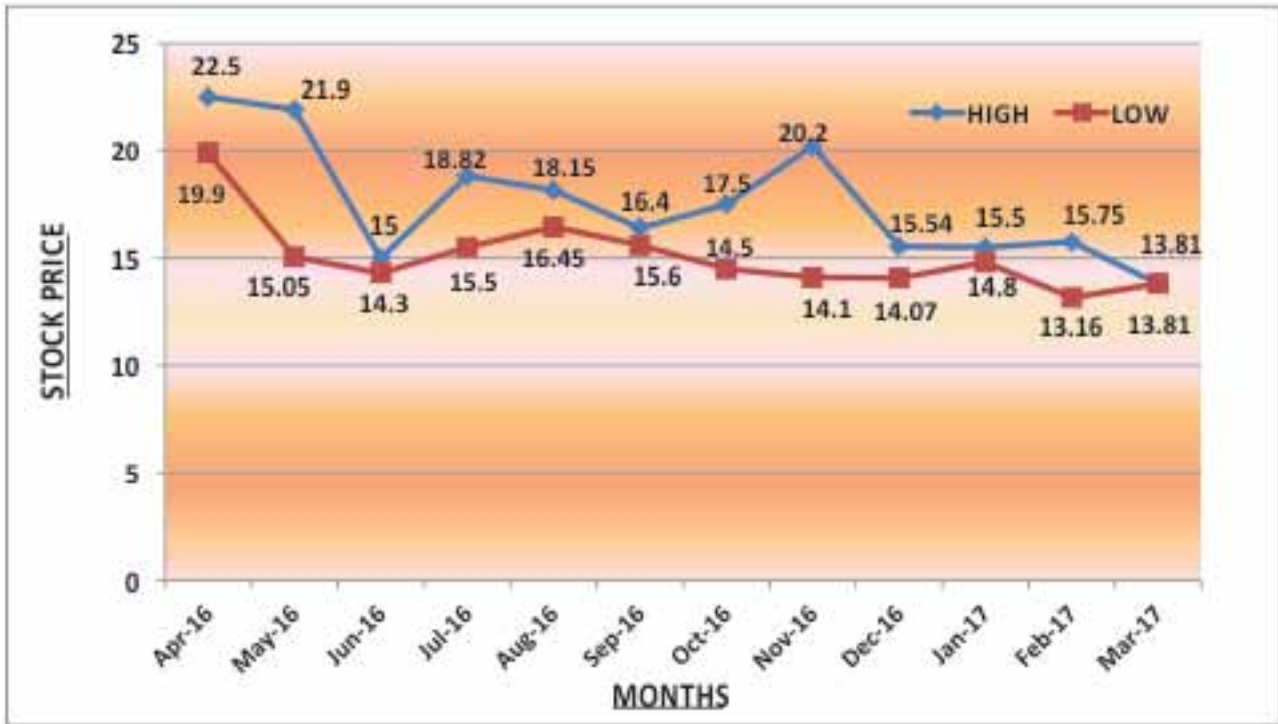
The equity shares of the Company are listed on Bombay Stock Exchange Limited, Mumbai (BSE). The annual listing fees for financial year 2016-2017 to BSE have been paid.

STOCK MARKET PRICE DATA

The latest trading price of the equity shares of the Company with Bombay Stock Exchange is Rs. 19.10/- per share.

(I) Market Price Data: High, Low on BSE Limited (BSE) during each month in the last Financial year 2017

MONTH	PRICE PER EQUITY SHARE OF THE FACE VALUE OF RS.10/- EACH		MONTH	PRICE PER EQUITY SHARE OF THE FACE VALUE OF RS.10/- EACH	
	HIGH	LOW		HIGH	LOW
APRIL, 2016	22.50	19.90	OCTOBER, 2016	17.50	14.50
MAY, 2016	21.90	15.05	NOVEMBER, 2016	20.20	14.10
JUNE, 2016	15.00	14.30	DECEMBER, 2016	15.54	14.07
JULY, 2016	18.15	15.50	JAUNRAY, 2017	15.50	14.80
AUGUST, 2016	16.40	16.45	FEBRUARY, 2017	15.75	13.16
SEPTEMBER, 2016	17.50	15.60	MARCH, 2017	13.81	13.81



(II) Performance of Globus Power Generation Limited (“GPGL”) share prices in comparison to BSE SENSEX (Monthly Closing)



(III) Distribution of shareholding as on March 31, 2017

CATEGORY	NO. OF HOLDERS	% TO HOLDERS	NO. OF SHARES	% TO EQUITY
UP TO 5000	15587	99.54	212267	0.2145
5001 TO 10000	28	0.17	21110	0.0213
10001 TO 20000	9	0.05	12745	0.0129
20001 TO 30000	2	0.01	5273	0.0053
30001 TO 40000	2	0.01	6411	0.0065
40001 TO 50000	2	0.01	9192	0.0093
50001 TO 100000	2	0.01	12882	0.0130
10000 AND ABOVE	26	0.16	98668600	99.7171

EQUITY SHARE HOLDING PATTERN OF THE COMPANY*

Category of Shareholder	No. of Shareholders	Total No. of Shares	Total No. of Shares held in Dematerialized Form	Total Shareholding as a % of total No. of Shares		Shares pledged or otherwise encumbered	
				As a % of (A+B)	As a % of (A+B+C)	Number of shares	As a % of Total No. of Shares
(A) Shareholding of Promoter and Promoter Group							
(1) Indian							
Bodies Corporate	5	74004961	74004961	74.79	74.79	-	-
Sub Total	5	74004961	74004961	74.79	74.79	-	-
(2) Foreign							
Total shareholding of Promoter and Promoter Group (A)	5	74004961	74004961	74.79	74.79	-	-
(B) Public Shareholding							



(1)							
Institutional Investors							
Mutual Funds							
Banks, Financial Institutions and insurance companies							
Foreign Institutional Investors	4	17810728	17810728	18.00	18.00		
others							
(2) Non-Institutions							
Bodies Corporate	35	2718508	2706372	2.75	2.75	-	-
Individuals							
Individual Shareholders Holding Nominal share capital up to Rs. 1 lakh	5633	259181	202191	0.26	0.26	-	-
Individual Shareholders Holding Nominal share capital in excess of Rs. 1 lakh	26	844355	844355	0.85	0.85	-	-
Any Others (Specify)							
NRI	2	3189272	3189272	3.22	3.22		
Clearing Member	1	380	380				
HUF	10	121095	121095	0.12	0.12		

Sub Total	15691	7132791	6914768	7.21	7.21	-	-
Total Public shareholding (B)	15691	24943519	24729192	25.21	25.21	-	-
Total (A)+(B)	15696	98948480	98734153	100.00	100.00	-	-
(C) Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-
Total (A)+(B)+(C)	15696	98948480	98734153	100.00	100.00	-	-

*as on 31st March, 2017

Registrar and Share Transfer Agent

'Beetal Financial and Computer Services Private Limited' is acting as Registrar and Share Transfer Agent having its office at Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdass Mandir, New Delhi 110062.

Dematerialization of Shares & Securities

The Company has got its equity shares dematerialized with Central Depository Services India Limited and National Securities Depository Limited. The Company is receiving applications for dematerialization from its shareholders and up to 31st March, 2017, 99.78% equity shareholding has been dematerialized. The ISIN of the Company is INE064L01015.

Address for Correspondence

Corporate office: A-60, Naraina Industrial Area, Phase-1, New Delhi-110028.

By order of the Board of Directors
For Globus Power Generation Limited

Sd/-
Abhay Khanna
Whole Time Director
DIN: 02153655

9, Coral Court, Essel Tower, Gurgaon

Date: 10.08.2017

Place: New Delhi

CERTIFICATION TO THE BOARD

To,
The Board of Directors,
Globus Power Generation Limited,
(Formerly known as Globus Constructors & Developers Limited)

We, Abhay Khanna, Whole Time Director and Alok Kumar Gupta, Chief Financial Officer of the company hereby certify to the Board that:

- a. We have reviewed financial statements and the cash flow statement for the financial year ended March 31, 2017 and to the best of our knowledge and belief we are in a position to say that:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. To the best of our knowledge and belief, no transactions entered into by the Company during the financial year which are fraudulent, illegal or violative of the Company's code of conduct.
- c. We accept full responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control system of the Company pertaining to financial reporting and state that there is no deficiency in design and operation of the internal control system.
- d. We have intimated the auditors and the audit committee
 - i) that no changes took place in the internal control over financial reporting during the financial year ending March 31, 2017.
 - ii) that no changes in the accounting policies have been made during the financial year.
 - iii) there were no frauds committed in the company in which the management was involved.

By order of the Board of Directors
For Globus Power Generation Limited

Sd/-
Abhay Khanna
(Whole Time Director)

Sd/-
Alok Kumar Gupta
(Chief Financial Officer)

**DECLARATION BY COMPLIANCE OFFICER
FOR COMPLIANCE WITH CODE OF CONDUCT**

I hereby confirm that all the Board Members and Senior Management Personnel of the Company have affirmed their compliance of the '**Code of Conduct for Members of the Board and Senior Management**' for the period starting from April 01, 2016 to March 31, 2017 in terms of Regulation 6 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015.

Date: 27/05/2017
Place: New Delhi

Sd/-
Urmil Kakkar
Compliance Officer

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

**To,
The Members of
Globus Power Generation Limited**

I have examined the compliance of conditions of corporate governance by Globus Power Generation Limited ("The Company"), for the year ended on 31st March, 2017, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [collectively referred to as "SEBI Listing Regulations, 2015"].

The compliance of conditions of corporate governance is the responsibility of the management of the Company. My examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned SEBI Listing Regulations, 2015, to the extent applicable to the Company during the year under report.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Sd/-
Sandeep Mehra
Membership No.: A23624
C.O.P No.: 15786**

**Date: 25th July, 2017
Place: New Delhi**

INDEPENDENT AUDITOR'S REPORT

STANDALONE FINANCIAL STATEMENTS FOR YEAR ENDED 31.03.2017

TO THE MEMBERS

GLOBUS POWER GENERATION LIMITED **Jaipur**

Report on the Financial Statements

We have audited the accompanying Standalone financial statements of Globus Power Generation Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2017 and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017 and its *Loss (PYLoss)* and its cash flows for the year ended on that date.

Emphasis of Matter

We draw attention to Note No. 20 of the financial statements which indicates that the company has incurred substantial losses of Rs. 874,775,734/- (LY Rs. 9,285,006/-). Out of this the cash loss is Rs. 874,390,572/- (LY Rs. 8,684,056/-). This indicates the existence of material uncertainty that may cast significant doubt about the company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note . Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

Vide Note No. 22 of Financial Statements, the company has sold its entire investments in subsidiary companies and the associate company at prices which are less than the cost of their acquisition . The said sale prices represent the fair market value of the investments as per the respective investee companies' latest available audited B/Sheets.

As required by Section 143 (3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of accounts required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of accounts.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) There is no such observation or comment on financial transactions or matters which may have an adverse effect on the functioning of the Company.
- f) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
- g) The company has adequate internal financial controls system in place and the same are operating effectively on the date of financial statements.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company did not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which provision may be required for any material foreseeable losses.
 - iii. There has not been reported any amount which is required to be transferred to the Investor Education and Protection Fund by the Company during the year.
 - iv. The company has provided requisite disclosures in its Other Notes to Accounts included in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of account maintained by the company.
- i) As required by the Companies' (Auditor's Report) Order 2016 ("the Order"), issued by the Central Government of India in terms of section 143(11) of the Act, we enclose in the *Annexure* a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable

Date: 27/05/2017
Place: New Delhi

For Padam Dinesh & Co.
Chartered Accountants
FRN – 009061N

Sd/-
CA. Rakesh Aggarwal
Partner
M.No.-84226

ANNEXURE (CARO)

(Financial Year ending on 31.03.2017)

GLOBUS POWERS GENERATION LIMITED

(Referred to in sub paragraph 'i' of our report of even date)

1.	a	Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	Yes.
	b	Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	Yes, No material discrepancies were noticed.
	c	Whether the title deeds of immovable properties are held in the name of the company. If not, provides the details thereof;	No such immovable property is held.
2.		Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	No such inventory is held.
3.		Whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. If so,	No such loans have been granted during the year or outstanding at the end of the year.
	a	Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	-----
	b	whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	-----
	c	if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;	-----
4.		in respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	Yes, they have been complied wherever applicable.

5.		in case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or	No such deposits are accepted.
		any other tribunal, whether the same has been complied with or not?	
6.		whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	No such cost records are prescribed.
7.	a	whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	Arrears outstanding of statutory dues are NIL.
	b	where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned department shall not be treated as a dispute).	No such disputed dues are there.
8.		whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided).	No such loans are taken.
9.		whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	No such money is raised by IPO or FPO.
10		whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	No such fraud is noticed or reported.



11	whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same;	No such approval is required by the company.
12	whether the Nidhi Company has complied with the net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten percent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	N.A.
13	whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	The related party transactions wherever any are in compliance of the said provisions. The details of related party transactions have been disclosed wherever there, in financial statements etc, as required by the applicable accounting standards.
14	whether the company has made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and if so, as to whether the requirement of section 42 of the Companies Act, 2013 have been complied with and the amount raised have been used for the purposes for which the funds were raised. If not, provide the details in respect of the amount involved and nature of non-compliance;	No such allotment is made during the year.
15	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act, 2013 have been complied with;	No such non cash transaction is entered with directors etc.

16	whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	No such requirement is applicable to the company.
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**For Padam Dinesh & Co.
Chartered Accountants
FRN – 009061N**

**Sd/-
CA. Rakesh Aggarwal
Partner
M.No.-84226**

**Date: 25.05.2017
Place: New Delhi**

GLOBUS POWER GENERATION LIMITED

Regd Off: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

BALANCE SHEET AS AT 31st MARCH 2017

Particulars	Note No.	As At 31 st March 2017 Amount (In Rs)	As At 31 st March 2016 Amount (In Rs)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	98,94,84,800	98,94,84,800
(b) Reserves and Surplus	3	(61,10,36,317)	26,37,39,416
(2) Non Current Liabilities			
(a) Other Long Term Liabilities	4	4,62,95,000	4,16,30,000
(3) Current Liabilities			
(a) Trade payables	5	17,82,25,253	57,77,29,656
(b) Other Current Liabilities	6	8,41,471	34,12,065
Total		60,38,10,207	1,87,59,95,937
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant & Equipments			
(i) Tangible Assets	7	7,84,868	11,70,030
(b) Non-current investments	8	37,90,179	1,65,66,26,387
(c) Deferred Tax Assets		7,35,630	7,92,613
(d) Long Term Loan & Advances	9	1,10,000	21,56,57,364
(2) Current assets			
(a) Cash and Bank Balances	10	14,26,861	16,08,738
(b) Short-term loans and advances	11	1,21,851	1,40,805
(c) Trade Receivables	12	59,68,40,818	-
Total		60,38,10,207	1,87,59,95,937

Statement of Significant Accounting Policies

1

Other Notes To Accounts

16-32

As Per Our Report of Even Date

For Padam Dinesh & Co

Chartered Accountants

FRN : 009061N

Sd/-

CA Rakesh Aggarwal

Partner

M. No.84226

for and on behalf of the Board of Directors of
Globus Power Generation Ltd

Sd/-

Pawan Kumar Agarwal

Director

DIN- 01056455

Sd/-

Abhay Khanna

Whole Time Director

DIN- 02153655

Sd/-

Alok Kumar Gupta

CFO

BBAPG4640J

Sd/-

Urmil Kakkar

Company Secretary

DQRPK8387N

Date: 27.05.2017

Place : New Delhi

GLOBUS POWER GENERATION LIMITED

Regd Off: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 2017

Particulars	Note No.	For Year Ended 31 st March 2017 Amount (In Rs)	For Year Ended 31 st March 2016 Amount (In Rs)
I. Revenue from operations		-	1,01,92,325
II. Other Income	13.	1,60,295	3,56,664
III. Total Revenue (I +II)		1,60,295	1,05,48,989
<i>IV. Expenses:</i>			
Purchase of goods traded		-	1,00,00,000
Employee benefit expense	14	26,46,371	28,87,592
Depreciation	7	3,85,162	6,00,950
Other expenses	15	39,83,235	59,90,485
Total Expenses		70,14,767	1,94,79,027
V. Profit before exceptional and extraordinary items and tax	(III - IV)	(68,54,472)	(89,30,038)
VI. Exceptional Items			
<i>a. Net Loss on Sale of Investments</i>		87,02,23,761	
<i>b. CY Reversal of Provision (PY Writing off the Investments)</i>		(29,34,025)	97,300
VII. Profit before extraordinary items and tax	(V - VI)	(87,41,44,209)	(90,27,338)
VIII. PPI /Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		(87,41,44,209)	(90,27,338)
X. Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		56,983	27,411
(3) Income Tax Adjustment of Earlier Years		5,74,542	2,30,258
XI. Profit/(Loss) for the period (IX + X)		(87,47,75,734)	(92,85,006)
XII. Earning per equity share:			
(1) Basic		(8.84)	(0.09)
(2) Diluted		(8.84)	(0.09)

Statement of Significant Accounting Policies

1

Other Notes To Accounts

16-32

As Per Our Report of Even Date

For Padam Dinesh & Co

Chartered Accountants

FRN : 009061N

Sd/-

CA Rakesh Aggarwal

Partner

M. No.84226

Date: 27.05.2017

Place : New Delhi

for and on behalf of the Board of Directors of
Globus Power Generation Ltd

Sd/-

Pawan Kumar Agarwal

Director

DIN- 01056455

Sd/-

Alok Kumar Gupta

CFO

BBAPG4640J

Sd/-

Abhay Khanna

Whole Time Director

DIN- 02153655

Sd/-

Urmil Kakkar

Company Secretary

DQRPK8387N



GLOBUS POWER GENERATION LIMITED

Regd Off: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2017

Particulars	For Year Ended 31 st March 2017 Amount (In Rs)	For Year Ended 31 st March 2016 Amount (In Rs)
Cash flow from operating activities		
Profit / (Loss) before tax	(87,41,44,209)	(90,27,338)
Adjustments for:-		
Interest Income	-	(2,18,149)
Depreciation	3,85,162	6,00,950
Operating Profit Before working Capital Changes	(87,37,59,047)	(86,44,537)
Less: Income Tax Adjustments	(5,74,542)	(2,30,258)
(Increase)/ decrease in Short Term Loan & Advances	18,955	1,68,420
Increase/ (decrease) in current liabilities	(25,70,594)	(3,39,068)
Increase/ (decrease) in Trade Payables	(39,95,04,403)	11,51,974
(Increase)/ decrease in Trade Receivables	(59,68,40,818)	
Net Cash flow from operating activities (A)	(1,87,32,30,449)	(78,93,469)
Cash flow from financing activities		
Increase/ (Decrease) of Long Term Liabilities	46,65,000	4,16,30,000
(Increase)/ decrease in Long Term Loan & Advances	21,55,47,364	(4,35,24,148)
Net Cash flow from financing activities (B)	22,02,12,364	(18,94,148)
Cash flow from investing activities		
(Increase)/ decrease in Non Current Investments	1,65,28,36,209	55,30,104
Interest Received	-	2,18,149
Net Cash flow from investing activities (C)	1,65,28,36,209	57,48,253
Net increase/(decrease) in A+B+C	(1,81,876)	(40,39,364)
Add: Opening balance of cash & cash equivalent	16,08,738	56,48,102
Closing balance of cash & cash equivalent	14,26,861	16,08,738

For Padam Dinesh & Co
Chartered Accountants
FRN : 009061N

Sd/-
CA Rakesh Aggarwal
Partner
M. No.84226

Date: 27.05.2017
Place : New Delhi

for and on behalf of the Board of Directors of
Globus Power Generation Ltd

Sd/-
Pawan Kumar Agarwal
Director
DIN- 01056455

Sd/-
Alok Kumar Gupta
CFO
BBAPG4640J

Sd/-
Abhay Khanna
Whole Time Director
DIN- 02153655

Sd/-
Urmil Kakkar
Company Secretary
DQRPK8387N

GLOBUS POWER GENERATION LTD.

Regd Off.: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

Note No. – 1
FY 31.03.2017

Significant Accounting Policies

I. Basis for preparation of Financial Statements

The Financial Statements are prepared on the historical cost convention and on the basis of going concern assumption. They are prepared in accordance with the Generally Accepted Accounting Principles ("GAAP") in India to comply in all material aspects with the Accounting Standards specified under section 133 of the Companies Act 2013, r/w rule 7 of Companies Accounts Rules 2014. Accounting standards adopted in the preparation of these Financial Statements are consistent with those of previous year. Accounting policies not specifically referred to otherwise are being consistently followed.

II. Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, revenues and expenses and the disclosure of contingent liabilities on the date of the financial statements. Management believes that the estimates used in the preparation of Financial Statements are prudent and reasonable. Actual results could differ from those estimates. Differences between the actual results and estimates are recognized in the year in which the results are known/ materialized. Any revision to accounting estimates is recognized prospectively in current and future periods.

III. Non-SMC Status

The Company is a Non-SMC as defined in the general instructions in the Accounting Standards notified under Companies Act 2013.

IV. Stock in Trade/Inventories

Stock in Trade, wherever any are valued at the lower of cost or net realizable value of the securities in trade / properties in trade / other stocks as on the date of Balance Sheet. Cost is determined on FIFO basis.

V. Cash flow Statement

Cash flow statement is prepared following the "indirect method" as set out in the CAS- 3 on Cash flow statement. Cash and cash equivalents represent cash and bank balances including bank deposits. Cash equivalent consist of highly liquid investments having maturity less than 3 months from the date of investments.

VI. Prior Period Item

Prior Period expenses, if any significant are charged to prior period expense Account. Similarly exceptional or extraordinary items, if any significant are shown separately in the accounts statements.

VII. Depreciation

Depreciation on fixed assets is provided on 'written down value' method at the rates and in the manner prescribed in Schedule II to the Companies Act, 2013. Assets purchased up to 30th September of the year are charged full year depreciation. Assets purchased after that date are charged half year depreciation.

VIII. Revenue Recognition

Revenue is recognized on accrual basis to the extent it is probable that the economic benefits will flow to the

company and the revenue can be reliably measured. Statutory levies like service tax, sales tax, excise duty etc. if any collected on behalf of the government is not included in the turnover.

1. *Interest and Rent*- Revenue is recognized on time proportion basis.
2. *Dividend*- Revenue, if any is recognized when the declaring company declares the dividend
3. *Speculative transactions* – They are settled, if any by paying out the differences, which may be positive or negative. In such transactions, although the contract notes are issued for the full value of the purchased/ sold scrip, the entries are made in the books of accounts only for the differences.
4. *Derivatives (Futures and Options)*- Transactions are recognized, if any on the basis of favorable and unfavorable differences of every day. The net of these differences is treated as net gain or loss on such transactions over the period. In case of options, the premium received on sale of options and the differences in reverse trades are treated as income or Loss as the case may be.
5. *Commission*- It is recognized, if any when service is rendered 'once and for all' and accepted by the client.
6. *Sale of goods*- It is recognized, if any when all significant risks and rewards of ownership have been transferred to buyer, seller does not retain any effective control of ownership of the transferred goods and there is no significant uncertainty in collection of the amount of consideration.

IX. Property, Plant and Equipment

Fixed Assets are stated at cost, net of CENVAT, wherever availed less accumulated depreciation. All costs including borrowing costs for bringing the assets to their present location and condition for their intended use are capitalized.

X. Foreign currency Transactions

- a) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the year end rates. Monetary items are reported using closing rates on that date. Monetary items mean money held and assets and liabilities to be received or paid in fixed or determinable amounts of money e.g. cash, receivables, payables etc. Non-monetary foreign currency items are carried at cost e.g. fixed assets, inventories, investments in equity shares etc.
- b) Any income or expense on account of exchange difference either on settlement of a transaction or on its translation is recognized in the Statement of profit and loss.
- c) Exchange differences arising on liabilities incurred or on repayment of borrowing in foreign currency for acquisition of fixed assets, if any are accounted in the following manner:
 - In respect of fixed assets acquired from a country outside India, exchange differences are adjusted in the carrying cost of the asset.
 - In respect of fixed assets acquired within India, exchange differences if any are recognized in the Statement of P&L.
- d) In respect of forward contracts, the premium or discount on these contracts is recognized as income or expenditure over the period of the contract. Any profit or loss arising on cancellation or renewal of such contracts is recognized as income or expense of the year.

XI. Investments

Investments are classified into current and long-term investments. Current investments are carried at the lower of cost and realizable value computed individually and aggregated category wise. In case of long term

investments the fair value is obtained by investees' assets and results or expected cash flows from investments. In case of quoted investment realizable value is taken as their quoted price on the date of Balance Sheet. Long-term investments are stated at cost less any provision for diminution in value. Provision for diminution in the value of long-term investments is made only if such a decline is 'other than temporary' in the opinion of the management.

XII. Inflation

Assets and Liabilities are recorded at historical cost to the company or revalued amounts as applicable. These costs are not adjusted to reflect the changing value in the purchasing power of money.

XIII. Employee benefits

- i. *Defined benefit plans:* This includes gratuity. The Company determines and provides the said liability assuming that such benefits are payable to all employees at the end of the accounting period irrespective of their vesting or non – vesting. Keeping in view the small strength of employees and their small number of years of service to the company, it is considered that actuarial valuation may not be needed as it will not have any material effect on Financial Statements.
- ii. *Defined Contribution Plan* –this includes contributory provident fund. That is not applicable to the company.
- iii. *Compensated absences* – Other long term employee benefits – this includes earned leave. Earned leave accruing to employees as on the last day of financial year is accounted for on accrual basis based on cumulative number of leaves unavailed.
- iv. *Other employee benefits* – This includes bonus, performance incentive etc. The undiscounted amount of employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders service.

XIV. Borrowing Cost

Borrowing costs that are attributable to the acquisition or the construction of qualifying assets are capitalized as part of cost of such assets. All other borrowing costs are charged to revenue.

XV. Earnings per share

In computing earnings per share, the Company considers net profit/ (loss) after tax. Basic earnings per share are computed by the weighted average number of equity shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of equity and dilutive equivalent of potential equity shares outstanding during the year, except where results would be anti dilutive.

XVI. Current and Deferred Tax

- The current charge for income tax is measured at the amounts expected to be paid to the authorities in accordance with relevant tax regulations applicable to the company.
- Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.
- Deferred tax assets are not recognized on unabsorbed depreciation & carry forward of losses unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized and are reviewed at each balance sheet date to reassure the realization.

- Deferred tax assets & liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date. They are not discounted to their present value.

XVII. Intangible Assets

- i. Expenditure on intangible items, if any are expensed as incurred unless it qualifies as an intangible asset as defined in CAS-26. The carrying value of intangible asset is assessed for recoverability by reference to the estimated future discounted net cash flows that are expected to be generated by the asset. Where this assessment indicates a deficit, the assets are written down to the market value or fair value as computed above.
- ii. Intangible asset, if any is recognized only when the following criteria are fulfilled:
 - a. It has the characteristics of an asset i.e. it is controlled by the enterprise as a result of past events.
 - b. The future economic benefits are probable from it based on reasonable & supportive assumptions.
 - c. The cost of it can be measured reliably.

(b) Impairment of Assets

- Impairment loss, if any for an individual asset is recognized where its recoverable amount is less than the carrying amount. Recoverable amount is taken as the amount obtainable from the sale of the asset less the cost of disposal. Carrying amount is taken as historical cost less depreciation or revalued price less depreciation, as the case may be.
- Cash generating unit: If certain group of assets cannot be separated, they are grouped into a smallest unit called the cash generating unit (CGU) to facilitate the identification of cash flow. The impairment loss is recognized when the value in use of the CGU is less than the recoverable amount. Value in use of the CGU means the present value of the estimated future cash flows arising from the CGU plus the residual price at the end of its useful life.
- Impairment does not apply to inventories, debtors, loans & advances and investments.

(c) Provisions, contingent liabilities and contingent assets

- a) The Company recognizes a provision when there is a present obligation as a result of a past event and it is more likely than not that there will be an outflow of resources embodying economic benefits to settle such obligation and the amount of such obligation can be reliably estimated.
- b) Show cause notices wherever and if any issued by various government authorities are not considered as an obligation. When the demand notices are raised against such show cause notice and are disputed by the company then these are classified as possible obligations.
- c) Contingent liabilities are not recognized but are disclosed in notes. They are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company.
- d) Contingent liability includes guarantees, claims, commitments and Joint obligation of a financial nature. Contingent liability arises when a company issues guarantee to another person on behalf of a third party. Performance guarantee or counter guarantee is not treated as contingent liability.
- e) Commitment includes contracts remaining to be executed on capital account and not provided for. It also includes other long term contracts relating to sales, services, purchases, employee costs etc, which are non-cancellable and their cancellation will result in a penalty disproportionate to the benefits involved. It also includes unpaid portion of partly paid shares or securities.
- f) A contingent asset is neither recognized in the financial statement nor disclosed in the notes.

GLOBUS POWER GENERATION LIMITED

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Note No. - 2

Break up of Share Capital

S. No.	Particulars	As at 31 st March 2017		As at 31 st March 2016	
		Numbers	Amount (In Rs)	Numbers	Amount (In Rs)
(A)	Authorised Equity Shares FV of Rs. 10/- each	10,20,00,000	1,02,00,00,000	10,20,00,000	1,02,00,00,000
	Total	10,20,00,000	1,02,00,00,000	10,20,00,000	1,02,00,00,000
(B)	Issue, Subscribed & Fully Paid up Equity Shares FV of Rs. 10/- each <i>(The holders of equity shares are entitled to one Vote per share. In the event of liquidation they are eligible to receive the remaining assets of the company in proportion to their shareholding.)</i>	9,89,48,480	98,94,84,800	9,89,48,480	98,94,84,800
	Total	9,89,48,480	98,94,84,800	9,89,48,480	98,94,84,800

Reconciliation table of No. of shares issued :

S. No.	Particulars	As at 31 st March 2017		As at 31 st March 2016	
		Numbers	Amount (In Rs)	Numbers	Amount (In Rs)
(A)	Equity Shares				
i)	Opening Balance	9,89,48,480	98,94,84,800	9,89,48,480	98,94,84,800
ii)	Additions during the year				
iii)	Closing Balance	9,89,48,480	98,94,84,800	9,89,48,480	98,94,84,800

List of Shareholders holding more than 5 % Share

S. No.	Particulars	As at 31 st March 2017		As at 31 st March 2016	
		% Held	Nos of Shares Held	% Held	Nos of Shares Held
(A)	Equity Shares				
(a)	Pandora Developers Private Limited	3.94%	38,96,096	3.94%	38,96,096
(b)	Cellphone Credit & Securities India Pvt Ltd	11.13%	1,10,17,890	11.13%	1,10,17,890
(c)	AT Infosia India Pvt Ltd	10.02%	99,17,890	11.13%	1,10,17,890
(d)	Ishia Properties Pvt Ltd	24.29%	2,40,36,345	24.29%	2,40,36,345
(e)	Sachi Properties Pvt Ltd	24.29%	2,40,36,740	24.29%	2,40,36,740
(f)	Others	26.32%	2,60,43,519	25.21%	2,49,43,519
	Total	100%	9,89,48,480	100%	9,89,48,480

Note No. - 3

S. No.	Reserve & Surplus	As at 31 st March 2017	As at 31 st March 2016
		Amount (In Rs)	Amount (In Rs)
(A)	Profit (Loss) A/c		
	Opening Balance	(7,04,35,902)	(6,11,50,897)
	(+) Net Profit / (Net Loss) for the current year	(87,47,75,734)	(92,85,006)
	Transfer From General Reserve	(4,25,05,681)	(4,25,05,681)
	Closing Balance	(98,77,17,317)	(11,29,41,585)
(B)	Security Premium		
	Opening Balance	37,66,81,000	37,66,81,000
	During The Year	-	-
	Closing Balance	37,66,81,000	37,66,81,000
	Total (A+B)	(61,10,36,317)	26,37,39,416

GLOBUS POWER GENERATION LIMITED
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Note No. - 4

S. No.	Other Long Term Liabilities	As at 31 st March 2017 Amount (In Rs.)	As at 31 st March 2016 Amount (In Rs.)
a)	From Related Parties – Other Related Parties	-	-
b)	From Others	4,62,95,000	4,16,30,000
	Total	4,62,95,000	4,16,30,000

Note No. - 5

S. No.	Trade Payables	As at 31 st March 2017 Amount (In Rs.)	As at 31 st March 2016 Amount (In Rs.)
a)	Trade Payables	17,82,25,253	57,77,29,656
	Total	17,82,25,253	57,77,29,656

Note No. - 6

S. No.	Other Current Liabilities	As at 31 st March 2017 Amount (In Rs.)	As at 31 st March 2016 Amount (In Rs.)
a)	Statutory Liabilities – TDS	41,337	81,762
b)	Others – Expenses Payables	8,00,134	33,30,303
	Total	8,41,471	34,12,065

GLOBUS POWER GENERATION LIMITED

Regd. Off: B-199, Panchsuk Marg, Haryana Nagar, Vashi (Mumbai) Region, Jalgaon-382011

Note No. - 17 : Property, Plant & Equipments

(Amount in Rs.)

Particulars	Rate of Dep. WDV	Total Useful Life of Asset Years	Remaining Useful Life of Asset Years	Costs Block			Depreciation			Net Block			
				As On 01.04.2016	Additions During The Year	Adjustment During The Year	Total 31.03.2017	As On 01.04.2016	Charged During The Year	W/ back During the Year	As On 31.03.2017	W.D.V. As on 31.03.2017	W.D.V. As on 31.03.2016
Computer	63.16%	6	-	11,53,580	-	-	11,53,580	10,95,801	-	-	10,95,801	57,679	57,679
Office Equipments	45.07%	5	1	14,12,251	-	-	14,12,251	11,47,265	1,10,646	-	12,66,910	1,45,821	2,65,866
Furniture	45.07%	5	0.5	56,000	-	-	56,000	48,530	3,367	-	51,897	4,103	7,470
Cars	31.23%	8	0.5	88,14,252	-	-	88,14,252	79,74,837	2,62,149	-	82,36,986	5,77,296	8,39,415
TOTAL CV 31.03.2017				1,14,36,563	-	-	1,14,36,563	1,07,66,833	3,88,162	-	1,08,51,695	7,84,868	11,70,000
TOTAL PV 31.03.2016				1,14,36,563	-	-	1,14,36,563	96,85,583	6,05,141	4,191	1,07,66,533	8,70,030	17,39,580

GLOBUS POWER GENERATION LIMITED

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Note No. - 8

S. No.	Non - Current Investment	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
(A)	Equity Shares		
	Unquoted /Trade Investment		
	In Wholly Owned Subsidiary		
a)	M/s Transtech Green Power Pvt Ltd (CY NIL (P.Y. 14,830,580 Nos Nos) Equity Shares F.V. Rs. 10/- each) (One share is held by Mr.Amitabh Tandon as Nominee) (Out of total shares, 29,66,402 nos (Pledge 12,79,625 & Free 16,86,777) are yet to be transferred in the name of GPGL)	-	43,21,60,040
b)	Globus Solar Power Pvt Ltd (CY NIL Nos Share (PY 10,000 Nos) @ 10/- each FV of Rs 10/- each)	-	1,00,000
	Unquoted /Non Trade Investment		
	In Associates		
a)	M/s Spectrum Power Generation Ltd	-	1,12,66,32,463
	In Fully Paid up		
a.1	(CY NIL (P.Y. 4,47,388 Nos) Equity Shares FVofRs 10/- Out of which (49,421 Nos @ 11.72 /- each & 3,97,967 @ 15.90/- each)		
a.2	(CY NIL (P.Y 25,144,765 Nos) Equity Shares FVofRs 10/- @ 11.72/- each)		
a.3	(CY NIL (P.Y 5,25,00,000 Nos) Equity Shares FVof Rs 10/- each) (Out of these, 3,00,00,000 Nos of shares are pledged for loan taken by associate-SPGL for the purpose of investment in its power projects which are yet to be transferred in the name of GPGL)		
	In Partly Paid up		
b.1	(CY NIL (P.Y. 175,000,000 Nos.) Equity Share of Rs10/- each, Partly Paid Up for Rs. 1.71 each, amounting to Rs. 30 Crore) (Out of these, 5,67,45,150 Nos of shares are pledged for loan taken by associate-SPGL for the purpose of investment in its power projects which are yet to be transferred in the name of GPGL)		
(B)	0.05% Preference Shares		
	Unquoted /Non Trade		
	In Associates		
	M/s Spectrum Power Generation Ltd (CY NIL (P.Y 9,030,000 Nos) 0.05% Preference Shares FVof Rs 10/- @Rs.1.107 each) (CY NIL (P.Y 832,000 Nos) 0.05% Preference Shares FVof Rs 10/- @Rs.6.01 each)	-	1,50,00,000
(C)	Optionally convertible Debentures <i>(Optionally Convertible into Equivalent value of Equity Instruments existing at the end of 10 years expiring on 31st March 2022)</i>		
	In Subsidiary		
	0% OCD Transtech Green power Pvt Ltd (CY NIL (P. Y. 7,871 Nos) of 10,000/- each)	-	7,87,10,000
(D)	Other Investments		
	ICICI portfolio of SFA (Netted off by Provision for doubtful advances @65%)	37,90,179	40,23,884
	Total (Being Aggregate amount of Unquoted Investment)	37,90,179	1,65,66,26,387
	Being Aggregate Provision for Diminution	70,38,903	74,72,928

GLOBUS POWER GENERATION LIMITED

Regd Off: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

Note No. -9

S. No.	Long Term Loan & Advances	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
	<i>Unsecured Considered Good</i>		
a)	Loan & Advances		
i)	For Business		
	— Subsidiaries	-	21,54,86,823
	— Other	1,10,000	1,00,000
ii)	<i>Unsecured Considered Doubtful</i>		
	— Others	6,58,30,251	6,59,00,792
	Less: Provision For Doubtful Advances	(6,58,30,251)	(6,58,30,251)
	Total	1,10,000	21,56,57,364

Note No. -10

S. No.	Cash and Bank Balances	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
	Cash & Cash Equivalents		
a)	Cash in Hand	1,45,673	3,12,864
b)	Balance With Bank	12,81,188	12,95,874
	<i>(Bank Accounts With Syndicate Bank (3 Nos) & 1 with ICICI bank in the name of CITCPL with aggregate balancing of Rs 525,602 are yet to be closed. The Closure of these accounts are still pending due to pendency of old connecting & legal matters of CITCPL)</i>		
	Total	14,26,861	16,08,738

Note No. -11

S. No.	Short Term Loan & Advances	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
a)	Other Loan & Advances		
	(i) Security Deposits (Locker - Saraswat Co-operative Bank Ltd)	43,050	43,050
	(ii) Prepaid Insurance	42,627	39,767
	(ii) Advance Tax / TDS	36,174	57,988
	Total	1,21,851	1,40,805

Note No. -12

S. No.	Trade Receivables	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
a)	Receivables	59,68,40,818	
	Total	59,68,40,818	-

GLOBUS POWER GENERATION LIMITED

Regd Off: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

Note No. - 13

S. No.	Other Income	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
a)	Interest Recd on FDR	-	2,18,149
b)	Credit W/ Off	1,59,407	1,38,515
c)	Interest on Income Tax Refund	888	-
	Total	1,60,295	3,56,664

Note No. - 14

S. No.	Employee Benefit Expenses	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
a)	Salaries & Incentives	24,71,283	26,70,519
b)	Stipend	1,01,934	1,93,193
c)	Staff Welfare/ Bonus	73,154	23,880
	Total	26,46,371	28,87,592

Note No. - 15

S. No.	Indirect Expenses	As at 31 st March 2017 Amount (In Rs)	As at 31 st March 2016 Amount (In Rs)
a)	Advertisement Expenses	1,25,208	1,51,537
b)	Audit Fees	3,62,000	4,58,000
c)	Bank Charge	3,255	20,198
d)	Conveyance Exp.	1,32,316	76,388
e)	Legal & Professional	4,98,956	16,42,116
f)	Director Sitting Fees	44,000	30,000
g)	Postage Charges	10,72,923	8,23,000
h)	Courier Expenses	-	4,960
i)	Demat Charges	-	3,202
j)	Printing and Stationery	2,53,324	4,95,792
k)	Rates & Tax	2,70,185	2,12,195
l)	Rent	3,96,530	3,71,979
m)	Telephone Charges	15,967	67,470
n)	Listing Fees	2,29,000	2,24,720
o)	Locker Rent	2,519	2,247
p)	Business Promotion	759	2,400
q)	Insurance Expenses	1,40,548	1,35,767
r)	Interest On TDS	-	20
s)	Maintenance Charges	57,204	27,107
t)	Misc Expenses	37,705	34,527
u)	Vehicle Running & Maintenance	1,22,778	2,41,160
v)	Office Expenses	59,667	23,312
w)	Travelling Expenses	1,56,004	5,73,517
x)	Website Charges	2,387	31,845
y)	Provision on SFA	-	3,37,026
	Total	39,83,235	59,90,485

GLOBUS POWER GENERATION LTD.**Regd Off.: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021****Other Notes to Accounts
FY 31.03.2017**

16. **Nature of Business:**
The company is engaged in the business of making strategic investments in infrastructure sector and particularly power generation business and acquisition of portfolio of wind / bio mass power plants and to make them part of their group. The business includes making investment in other securities, derivatives, mutual funds and properties. *The company is a listed entity on BSE in the name of Globus Constructors and Developers Ltd.*
17. The company has made investment in ICICI Portfolio of SFA (Small Financial Assets) joint with other two co-owners. The amount collected in this Portfolio Account is credited to the Investment Account after netting off the share of the co-owners. The share of the co-owners in the Portfolio collection is determined on the basis of actual amount paid to them during the year.
18. **MSM Enterprises Recognition**
The company has a system of identifying amounts due to micro enterprises or small enterprises on the basis of the Entrepreneur's memorandum Number (EM Number) printed on their invoices, supply orders/letterheads/other relevant documents and also on the basis of any intimation received from suppliers in this regard.
19. **Segment Reporting**
The primary reporting of the company is performed on the basis of business segments. The company has been making strategic investments in power generation business and acquisition of portfolio of wind / bio mass power plants. The company operates only in India and, accordingly, no disclosures are required under geographical segment as secondary segment reporting.
20. **Going Concern Assumption:**
The company has incurred substantial losses of Rs. 874,775,734 /- (LY Rs. 9,285,006/-). Out of this the cash loss is Rs. 874,390,572/- (LY Rs. 8,684,056/-). However, the management is of the opinion that there is no uncertainty for the company for continuing in business for the foreseeable future. The management has clear intention not to liquidate the company or cease the operations. The company is able to realize its assets and discharge its liabilities in the normal course of business.
21. **Property, Plant and Equipment:**
Vehicles of WDV Rs. 5.77 Lacs (LY 8.39 Lacs) acquired in merger during 2013-14 are yet to be transferred in company's name.
22. **Investments**
- a) During the year, the company has sold the entire investments in subsidiary TGPPL and GSPPL

and associate SPGL at a price which is less than that at which the said investments were purchased by the company. The sales have however been made at prices which are not less than their fair market value. The company has obtained approval of the shareholders for disposal of the investments in their AGM held in the year 2016.

- b) In the opinion of the Board, the decline if any in the value of long term investments is not 'other than temporary' in nature, unless stated otherwise.
- c) The value of investments in the Balance sheet is at least equal to the amount at which they are stated unless specified otherwise.
- d) The small Financial Assets (SFA) Portfolio held by the company represents the two-wheeler loan portfolio and personal loan portfolio acquired from 'ICICI portfolio securities & Sub Account' in the year 2009-10 in co ownership with others. The repayment received (net of brokerages) are credited to the SFA account shown under long term investments. *This portfolio is yet to be transferred in the name of the company.*

23. Related Party Transactions

In accordance with the requirements of CAS 18 on related party disclosures, the names of the related parties with whom there exists control or significant influence and/or with whom transactions have taken place during the year and description of relationships are as below:

a) Table of Relationships:

S. No.	Relationship	Names (31.03.2017)	Names (31.03.2016)
1	Holding Co.(Para 3a)	NIL	NIL
2	Subsidiary (Para 3a) Step down Subsidiary (Para 3a)	NIL NIL	TGPPL Globus Solar Power Private Limited (Earlier TGSPL)
3.	Associate (Para 3b)	NIL	SPGL
4.	Key Managerial Person (Para 3d)	Mr. Alok Kumar Gupta, CFO Mr. Abhay Khanna, WTD Ms Urmil Kakkar, CS	Mr. Alok Kumar Gupta, CFO Mr. Abhay Khanna, WTD Ms Aarti Jassal, CS

Table of Transactions

Particulars	Subsidiaries		Associates		KMP		Enterprise Under the Control or Influence of KMP & Relatives and Individuals.		Total (Rs.)	
	31/03/2017	31/03/2016	31/03/2017	31/03/2016	31/03/2017	31/03/2016	31/03/2017	31/03/2016	31/03/2017	31/03/2016
Advances Given/ Adjustment of Advance Recd	-	43,505,083	-	-	-	-	-	100,000	-	43,605,083
Investment	-	100,000	-	579,214	-	-	-	-	-	679,214
Advances Received	-	-	-	-	-	-	-	29,120,000	-	29,120,000
Rent Payment	-	-	-	-	-	300,000	-	-	-	300,000
Sale of Goods	-	10,192,325	-	-	-	-	-	-	-	10,192,325
Salary	-	-	-	-	18,27,186	968,519	-	-	-	18,27,186
Total	-	225,779,148	-	579,214	18,27,186	1,268,519	-	29,220,000	-	84,865,141

24. Earning Per Share:

(Amount in Rs)

S. No.	Particulars	31.03.2017	31.03.2016
1	Basic EPS		
	PAT	(874,775,734)	(92,85,006)
	Paid up Capital	989,484,800	989,484,800
	% of PAT on paid Up Capital	-88.41	-0.94
	Basic EPS for Shares of FV Rs.10/- each	(8.84)	(0.09)
2	Diluted EPS		
	PAT	(874,775,734)	(92,85,006)
	Total Equivalent Amount	989,484,800	989,484,800
	% of PAT on total equivalent amount	-88.41	-0.94
	Diluted EPS for Shares of FV Rs.10/- each (Being equal to BEPS)	(8.84)	(0.09)

25. Disclosure for Specified Bank Notes (SBN):

Vide MCA notification G.S.R. 308(E) dated March 31, 2017 asking for the details of Specified Bank Notes (SBN). They are given below:

	SBNs (Rs. 1000 & Rs. 500 notes)	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	3,00,000	2,089	3,02,089
(+) Permitted receipts	Nil	1,70,000	1,70,000
(-) Permitted payments	Nil	10,861	10,861
(-) Amount deposited in Banks	3,00,000	Nil	300,000
Closing cash in hand as on 30.12.2016	Nil	161,228	161,228

26. Deferred Tax Statement:
(Amount in Rs.)

S. No.	Particulars	Current Year 31.03.17	Previous Year 31.03.16
1.	WDV of Fixed Assets as per books of accounts	784,868	1,170,030
2	WDV of Fixed Assets as per Income Tax Act	3,165,549	3,735,121
3	Excess value of WDV in Income tax	2,380,680	2,565,091
4	Deferred Tax <i>assets</i> @30.90%	735,630	792,613
5	Existing Deferred Tax Asset (Acquired in Merger)	792,613	820,024
6	Deferred Tax Assets (required)/ Reversal	56,983	27,411

27. Contingent Liabilities:
(Rs. in Lacs)

Particulars	31.03.2017	31.03.2016
Unpaid amount of investment in SPGL equity shares (Rs.175 Crores(-) Rs. 30 Crores paid up)	NIL	14,500.00
Litigation pending against the company which may have impact on its financial position	No such litigation is pending	No such litigation is pending
Material foreseeable losses on long term contracts, if any	No such contracts exist	No such contracts exist

(The BOD of the company is of the opinion of meeting the liability if crystallized in any eventuality).

28. **Prior Period Items (PPI):** NIL

29. **Foreign Exchange Earnings/outgoings:**

Particulars	Current year	Previous year
Foreign Exchange Earnings/outgoings	NIL	NIL

30. **Service Tax cenvat credit:**

Cenvat credit in respect of service tax is accounted on accrual basis wherever available on eligible services. The balance of cenvat credit is reviewed at the end of each year and the amount estimated to be unutilized is charged to statement of profit & loss for the year.

31. In the opinion of Board of Directors, Current Assets, Loans and Advances have a value on realization in ordinary course of business at least equal to the amount at which they are stated in the balance sheet. Provision for all known liabilities has been made in the accounts.

32. Previous year figures have been regrouped/ rearranged/ reclassified wherever necessary for comparative purposes.

For Padam Dinesh & Co.
Chartered Accountants
FRN – 009061N

For Globus Power Generation Ltd

Sd/-
CA. Rakesh Aggarwal
Partner
M. No. 84226

Sd/-
Pawan Kumar Agrawal
Director
DIN: 01056455

Sd/-
Abhay Khanna
Whole Time Director
DIN:02153655

Place: New Delhi
Dated: 27.05.2017

Sd/-
Alok Kumar Gupta
CFO
BBAPG4640J

Sd/-
Urmil Kakkar
Company Secretary
DQRPK8387N

GLOBAL POWER GENERATION LIMITED

Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

CIN No. L40300RJ1985PLC047105, Email Id: globuscdl@gmail.com

Website: www.gpgl.in

NOTICE OF 32ND ANNUAL GENERAL MEETING

To
The Members,

Notice is hereby given that the 32nd Annual General Meeting (AGM) of the members of **M/s Globus Power Generation Limited** will be held at Sarovar Portico, Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India, on Friday, the 29th day of September, 2017, at 11:00 AM to transact the following businesses:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statement of Company for the financial year ended March 31, 2017, the Reports of the Directors and Auditors thereon.
2. To re-appoint Mr. Pawan Kumar Agarwal (DIN No. 01056455) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

3. RATIFICATION OF APPOINTMENT OF AUDITORS

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and read with the Companies (Audit and Auditors) Rules, 2014 made thereunder, pursuant to the recommendation of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on 29th September, 2014, to appoint M/s Padam Dinesh & Company, Chartered Accountants (FRN : 009061N), as the Auditors of the Company to hold office till the conclusion of the AGM of the Company in the calendar year 2018 be and is hereby ratified and the Board of Directors be and is hereby authorised to fix the remuneration payable to them for the financial year ending March 31st, 2018 as may be determined by the Audit Committee in consultation with the auditors.”

**By order of the Board of Directors
For Globus Power Generation Limited**

Date: 10.08.2017
Place: New Delhi

Sd/-
Pawan Kumar Agarwal
Director
DIN: 01056455
C-9/192, Block - C, Pocket - 9,
Rohini Sector – 7, Delhi, 110085

NOTES:-

1. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
2. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. The register of members and the share transfer books of the Company will be closed from 23rd Day of September 2017 to 29th day of September 2017 both days inclusive.
6. All documents referred in the notice are open for inspection by the members at the registered office of the Company during business hours on all working days up to the date of AGM.
7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
8. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Beetal Financial & Computer Services Pvt. Ltd. or the Secretarial Department of the Company immediately.
9. Members desires of getting information from the Company are required to send their queries to the Company at its registered office well in advance so that the same may reach atleast 10 days before the date of the meeting to enable the management to keep the required information readily available at the meeting.
10. As permitted by Ministry of Corporate Affairs, we invite our members to participate in the Green Initiative by registering their email ids with the Company to enable it to send the documents such as Annual Report, Notices of General Meetings etc. by E-mail.
11. Copies of Annual Reports will not be distributed at the venue of the Annual General Meeting. Members are, therefore requested to bring their own copies of the Annual Report to the meeting.
12. Members/Proxies are welcome at the AGM of the Company. However the Members/Proxies may please note that no gifts/gift coupons will be distributed at the AGM.
13. Beetal Financial & Computer Services Pvt. Ltd. is the Registrar and Share Transfer Agents (RTA) of the Company. All investor relation communication may be sent to RTA at the following address:

Beetal Financial & Computer Services Pvt. Ltd.
Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre,
Near Dada Harsukh Dass Mandir, New Delhi-110062
Ph. #011-29961281-283, Fax#011-29961284, Email id: beetalrta@gmail.com
14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.
15. Electronic copy of the Annual Report and Notice of the 32nd Annual General Meeting of the Company for the financial year ended 31st March, 2017 is being sent to all the members whose email ids are registered with the Company/Depository Participants(s) for communication purpose unless any member has requested for a hard copy

of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year ended 31st March, 2017 is being sent in the permitted mode.

16. Voting through electronic means in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015, the Company is pleased to provide their members facility to exercise their right to vote at the 32nd Annual General Meeting by electronic means and the business may be transacted through e-Voting services provided by Central Depository Services (India) Limited (CDSL):

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26.09.2017 at 10.00 AM and ends on 28.09.2017 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Record Date) of 22.09.2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the E-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id/ folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant M/s Globus Power Generation Limited on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-voting available for android based mobiles. The m-voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App store and Windows Phone Store respectively. Please follow the instructions as promoted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and E-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Points to be remember:

- (a) The facility for e-voting can remain open for three days but shall be closed at 5.00 p.m. on 28.09.2017.
 - (b) Once the vote on a resolution is cast by the member, he shall not be allowed to change it subsequently or cast the vote again.
 - (c) Those shareholders who have not cast their votes by remote E-voting, they can cast their vote at the general meeting by any facility for voting available at the general meeting.
 - (d) The voting period begins on 26.09.2017 (10:00 AM) and ends on 28.09.2017 (5:00 PM). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22.09.2017, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.
 - (e) In case you have any queries or issues regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and E-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
 - (f) The shareholders can opt for only one mode of voting, i.e. either physically by attending AGM or e-voting. If any shareholders opt for E-voting, he/she will not be eligible to vote physically in AGM.
17. Mr. Sandeep Mehra, Practicing Company Secretary (Membership No. 23624) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 18. The Scrutinizer shall within a period of not exceeding three (3) working days from conclusion of the e-voting period unblock the votes in presence of at least two(2) witnesses not in the employment of the company and make Scrutinizer's report of votes cast in favour or against, if any, forthwith to the chairman of Company. The Results of e-voting shall be declared on or after the AGM of the Company and the Results declared with Scrutinizer Report shall be placed on the Website of the Company i.e. viz. www.gpgl.in and also on the website of CDSL viz. www.cdslindia.com immediately of passing of the Resolution of the AGM of the Company.

ANNEXURE TO ITEM NO. 3 OF THIS NOTICE

Details of Director seeking re-appointment at the forthcoming Annual General Meeting (in pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings)

NAME OF THE DIRECTOR - MR. PAWAN KUMAR AGARWAL	
BASIC DETAILS	
Director Identification Number (DIN)	01056455
Date of Birth	20.10.1968
Nationality	INDIAN
Date of first appointment on the Board of Directors of the Company	26.09.2011
Qualification	Company Secretary
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	NIL
LIST OF DIRECTORSHIPS HELD IN OTHER COMPANIES (EXCLUDING FOREIGN, PRIVATE AND SECTION 8 COMPANIES)	
<ul style="list-style-type: none"> • Transtech Wind Power Private Limited • Spectrum Power Generation Limited • Allium Finance Private Limited 	
BRIEF RESUME AND AREA OF EXPERTISE	
<p>Mr. Pawan Kumar Agarwal is a B.Com, LLB and Associate member of Institute of Companies Secretaries of India (ICSI). He has experience of more than 21 years in Corporate Restructuring, Loan Syndication at National & International Level, Managing 8 NBFC's with a total corpus of more than 2000 crores, Private Placement of Equity & Debentures, Merger & Acquisitions, Buy Back of Shares, Take Over and Handling the Compliances of Listed & Unlisted group Companies. He has joined Globus Power Generation Limited as Non Executive Director with effect from 26.09.2011.</p>	

GLOBUS POWER GENERATION LIMITED

CIN: L40300RJ1985PLC047105
 Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
 Email Id: globusedl@gmail.com Website: www.gpgl.in

ATTENDANCE SLIP 32nd Annual General Meeting

Reg. Folio/DP & Client No. No. of Shares held

I certify that I am a Registered Shareholder/Proxy for the Registered Shareholder of the Company. I hereby record my presence at the 32nd Annual General Meeting of the Company being held on Friday, the 29th day of September, 2017 at 11:00 AM, at Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India and at any adjournment thereof.

Member/s Proxy Name (in Block letters):

Member/s Proxy's Signature

- Note : 1. Please fill this attendance slip and hand it over at the entrance of the meeting hall.
 2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
 3. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

Form No. MGT-11

GLOBUS POWER GENERATION LIMITED

CIN: L40300RJ1985PLC047105
 Regd. Office: D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
 Email Id: globusedl@gmail.com Website: www.gpgl.in

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rules 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member (s):

Registered Address:

E.Mail Id: Folio No./Client Id : DP ID:

I/We, being the member(s) holding Shares of the above named Company, hereby appoint

1. Name : Address:

..... E.mail ID: Signature: or failing him

2. Name : Address:

..... E.mail ID: Signature: or failing him

3. Name : Address:

..... E.mail ID: Signature: as my/our

proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company to be held on Friday, the 29th day of September, 2017 at 11:00 AM at Plot No 90, Prince Road, Queens Road, Vaishali Nagar, Jaipur – 302021, Rajasthan, India and at any adjournment thereof in respect of such Resolutions as are indicated below:

Sr.No.	Ordinary Business	Optional*	
		For	Against
1.	To adopt the Audited Financial Statements for the year ended 31 st March, 2017		
2.	To Re-appoint Mr. Pawan Kumar Agarwal (DIN No. 01056455), Director who retires by rotation		
3.	To ratify the appointment of auditors M/s Padam Dinesh & Company, Chartered Accountants (FRN : 009061N) of the Company and to fix their remuneration		

Signed this day of 2017

Signature of Proxy holder(s)

Signature of the shareholder

Affix revenue stamp

- Note:** 1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
 2. For Resolutions, Explanatory Statements and Notes, please refer to the Notice of 32nd Annual General Meeting of the Company.
 3. It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the, 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
 4. Please complete all details including details of Member(s) in above box before submission.



CORPORATE INFORMATION

BOARD OF DIRECTORS/KMPs

Mr. Abhay Khanna*
Whole Time Director
DIN- 02153655

Mr. Pawan Kumar Agarwal
Director
DIN-01056455

Ms. Nishi Arora Sabharwal
Women Director
DIN- 06963293

Mr. Narender Kumbhat
Director
DIN- 00035665

Mr. Alok Khandelwal
Chief Financial Officer

Ms. Urmil Kakkar*
Company Secretary

Statutory Auditors

M/s Padam Dinesh & Associates
Add: 11/6-B, 1st Floor, Shanti Chambers,
Pusa Road, New Delhi - 110 005

Registrar and Transfer Agent

Beetal Financial and Computer Services Pvt. Ltd.
Add: Beetal House, 3rd Floor
99 Madangir, Behind Local Shopping Complex
New Delhi 110062

Banker

ICICI Bank Limited
Naraina, New Delhi-110028

The Saraswat Bank Co-operative Limited
Connaught Place, New Delhi -110001

Registered Office

Regd. Office : D-199, Pushpak Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Corporate office: A-60, Naraina Industrial Area, Phase-I, New Delhi-110028
Email: globuscdl@gmail.com Ph: 0141-4025020 Website: www.gpgl.in

*Mr. Abhay Khanna has appointed w.e.f. 28.05.2016

*Ms. Urmil Kakkar has appointed w.e.f. 02.11.2016

**ROUTE MAP OF THE VENUE
OF
ANNUAL GENERAL MEETING**

